

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X  
In re  
Delphi Corporation, et al.,  
Debtors.  
-----X

: Chapter 11 Case  
Case No. 05-44481 (RDD)  
(Jointly Administered)  
:  
Delphi Automotive Systems LLC  
Case No. 05-44640  
:  
Claim No. 8878

**NOTICE OF PARTIAL TRANSFER OF CLAIM  
PURSUANT TO FRBP RULE 3001(e)(2)**

**TO:** **TT electronics plc, for itself and, as agent for and on behalf of its wholly owned subsidiary, International Resistive Company, Inc. (aka International Resistive Company Wire & Film Technologies Division) ("Transferor")**  
Clive House  
12-18 Queens Road  
Weybridge Surrey  
United Kingdom KT139XB  
Attn: David Matthews

1. Please take notice of the transfer of \$76,876.74 of your claim against Delphi Automotive Systems LLC, represented by the Proof of Claim referenced above, together with all applicable interest, fees and expenses related thereto (the "Transferred Claim") to:

**TPG Credit Opportunities Fund, L.P. ("Transferee")**  
c/o TPG Credit Management, L.P.  
4600 Wells Fargo Center  
90 South Seventh Street  
Minneapolis, MN 55402  
Attention: Shelley Hartman

2. No action is required if you do not object to the transfer of the Transferred Claim as described above.  
**IF YOU OBJECT TO THE TRANSFER OF THE TRANSFERRED CLAIM, WITHIN 20 DAYS OF THE DATE OF THIS NOTICE, YOU MUST:**

**-- FILE A WRITTEN OBJECTION TO THE TRANSFER with:**

Clerk of the Court  
United States Bankruptcy Court  
Southern District of New York  
615-3 Alexander Hamilton House  
One Bowling Green  
New York, NY 10004

**-- SEND A COPY OF YOUR OBJECTION TO THE TRANSFEE**

**-- Refer to INTERNAL CONTROL NO. \_\_\_\_ in your objection.**

3. If you file an objection, a hearing will be scheduled. **IF YOUR OBJECTION IS NOT TIMELY FILED, THE TRANSFEEE WILL BE SUBSTITUTED FOR THE TRANSFEROR ON OUR RECORDS AS A CLAIMANT IN THIS PROCEEDING.**

Dated: \_\_\_\_\_, 2007

\_\_\_\_\_  
Clerk of the Court

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**FOR CLERK'S OFFICE USE ONLY:**

This notice was mailed to the first named party, by first class mail, postage prepaid on \_\_\_\_\_ 2007.

INTERNAL CONTROL NO. \_\_\_\_\_

Copy Claims Agent:

Transferee:

Debtor's Attorney:

\_\_\_\_\_  
Deputy Clerk

**EVIDENCE OF TRANSFER OF CLAIM**

TO: Clerk, United States Bankruptcy Court, Southern District of New York

AND TO: International Resistive Company, Inc. (aka International Resistive Company Wire & Film Technologies Division) c/o TT electronics plc

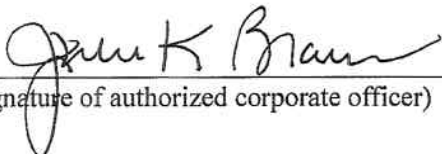
International Resistive Company, Inc. (aka International Resistive Company Wire & Film Technologies Division), with offices located at c/o TT electronics plc Clive House, 12-18 Queens Road, Weybridge Surrey, United Kingdom KT139XB ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of a Transfer of Claim Agreement dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to TPG Credit Opportunities Fund L.P., its successors and assigns, with offices located at 4600 Wells Fargo Center, 90 South Seventh Street, Minneapolis, MN 55402 ("Buyer"), all right, title and interest in and to the claims of Seller against Delphi Automotive Systems, LLC (Case No. 05-44640), docketed as Claim No. 8878 (the "Claim") in the United States Bankruptcy Court, Southern District of New York, Case No. 05-44481 (Jointly Administered) to the extent of \$76,876.74 only.

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this Assignment of Claim as an unconditional assignment and Buyer herein as the valid owner of the Claim. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claim to Buyer.

IN WITNESS WHEREOF, dated as of the 18<sup>th</sup> day of December, 2006.

**TPG Credit Opportunities Fund, L.P.,  
as Buyer**

**By: TPG Credit Opportunities Fund G.P., L.P.  
Its: General Partner**

By:   
(Signature of authorized corporate officer)

Name: Julie K. Braun  
Title: Vice President  
Tel.: 612-851-3008

**TT electronics plc, as agent for International  
Resistive Company, Inc. (aka International  
Resistive Company Wire & Film Technologies  
Division)**

By: \_\_\_\_\_  
(Signature of authorized corporate officer)

Name:  
Title:  
Tel.:

**EVIDENCE OF TRANSFER OF CLAIM**

TO: Clerk, United States Bankruptcy Court, Southern District of New York

AND TO: International Resistive Company, Inc. (aka International Resistive Company Wire & Film Technologies Division) c/o TT electronics plc

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Its: General Partner

TT electronics plc, as agent for International  
Resistive Company, Inc. (aka International  
Resistive Company Wire & Film Technologies  
Division)

By: \_\_\_\_\_  
(Signature of authorized corporate officer)

By: DP Matthews  
(Signature of authorized corporate officer)

Name:  
Title:  
Tel.:

Name: D P MATTHEWS  
Title: GROUP FINANCIAL CONTROLLER  
Tel.: 011 44 1932 841310